

TracFone Wireless, Inc. – Application for Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, to Offer Global Resale Services of an Unaffiliated Carrier Between the U.S. and Foreign Points as an International Carrier

Filed March 31, 2003

ATTACHMENT 2 TO APPLICATION

Question 14: [Section 63.18(h)] In Attachment 2, provide the name, address, citizenship and principal business of the applicant's ten percent or greater direct and indirect shareholders or other equity holders, and identify any interlocking directorates.

(h) The name, address, citizenship and principal businesses of the direct or indirect holders of at least 10% of the equity of the applicant are as follows:

Sercotel, S.A. de C.V.

Lago Alberto #366

Colonia Anáhuac

11320 Mexico, D.F.

Citizenship: Mexico

Principal Business: Holding company for telecommunications-related investments

Percentage: 97.84%¹

América Móvil

Lago Alberto #366

Colonia Anáhuac

11320 Mexico, D.F.

Citizenship: Mexico

Principal Business: Holding company for telecommunications-related investments

Percentage: América Móvil directly owns 100% of Sercotel.

América Telecom

Insurgentes Sur 3500

Colonia Pena Pobre

14060 Mexico, D.F.

Citizenship: Mexico

Principal Business: Holding company for telecommunications-related investments

¹ F.J. Pollak, a U.S. citizen, holds the remaining 2.16% of TracFone's capital stock.

Percentage:

Approximately 32.83% of the total capital stock, and control, of América Móvil is held by América Telecom. These shares are held by Carlos Slim Helú and certain members of his family, all of whom are Mexican citizens. Other Mexican and foreign investors hold the remaining 67.17% of the capital stock of América Móvil.² No public investor holds more than 10% of América Móvil's capital stock.

As of December 31, 2001, there were approximately 3,757,264,999 outstanding A1 shares of América Telecom. 71.73% of the A1 shares of América Telecom was held by Carlos Slim Helú and certain members of his family, all of whom are Mexican citizens. The remaining 28.27% of shares was held by other public investors.

The following are interlocking directorates with a foreign carrier:

Directors	Telgua	Techtel	ATL-Algar	Comunicacion Celular	Celcaribe	Consortio Ecuatoriano de Telecomunicaciones	Radio-móvil Dipsa	Genesis Telecom
FJ Pollak								
Gustavo Blanco								
Daniel Hajj	X	X	X			X	X	
Carlos Garcia Moreno	X	X ³		X	X		X	X

² SBC International, Inc., a wholly owned subsidiary of the U.S. telecommunications company SBC Communications, Inc., holds approximately 7.6% of América Móvil's total capital stock. As of May 31, 2002, 80% of the outstanding L shares of América Móvil (9,046 million) was represented by L Share ADSs, each representing the right to receive 20 L Shares, and 99.2% of the L Share ADSs was held by 16,103 holders (including The Depositary Trust Company) with registered addresses in the United States. As of May 31, 2002, 5.64% of the outstanding A shares was held by persons or entities with registered addresses in the United States.

³ Designates alternate director.